

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

IN RE HEELYS INC. DERIVATIVE) Master Docket No. 3:07-CV-1682-K
LITIGATION)
) ECF

This Document Relates To:)
)
ALL ACTION.)

**NOMINAL DEFENDANT HEELYS, INC.'S SUBMISSION OF PROOF
OF PUBLICATION OF NOTICE OF PROPOSED SETTLEMENT
OF DERIVATIVE ACTION**

Pursuant to paragraphs 7 and 8 of the July 31, 2009 Order Preliminarily Approving Derivative Settlement and providing for Notice (Document No. 53) (“Preliminary Approval Order”), Nominal Defendant Heelys, Inc. (“Heelys”) submits the following proof of publication of Notice of Proposed Settlement of Derivative Action:

1. As set forth in the attached affidavit of Christine Ngo of *Investor's Business Daily* (Exhibit A), a copy of the Summary Notice of Proposed Settlement of Shareholder Derivative Action (“Summary Notice”) – the form of which the Court previously approved in paragraph 3 of the Preliminary Approval Order – was published in *Investor's Business Daily* on August 19, 2009.

2. As set forth in the attached declaration of Barbara Nagy, Heelys’ Director of Accounting (Exhibit B), Heelys published a copy of the Notice of Proposed Settlement of Shareholder Derivative Action (“Notice”) – the form of which the Court previously approved in paragraph 3 of the Preliminary Approval Order – in a Form 8-K filed with the Securities and Exchange Commission on August 13, 2009. *See* Nagy Decl. ¶ 2 and Exhibit 1 thereto.

3. As set forth in the attached declaration of Barbara Nagy, Heelys published a copy of the Notice and the Stipulation of Settlement in the investor relations section of its website on August 20, 2009, and these materials have remained on Heelys' website since that time. *See* Nagy Decl. ¶ 3 and Exhibit 2 thereto.

Respectfully submitted,

CARRINGTON, COLEMAN, SLOMAN &
BLUMENTHAL, L.L.P.

/s/ Shelbi Barnhouse

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Heelys, Inc.

CERTIFICATE OF SERVICE

I hereby certify that on this 6th day of November 2009, a true and correct copy of the foregoing was filed electronically in compliance with Miscellaneous Order No. 61 and this Court's Order Designating Case for ECF, and as such it was served on the 6th day of November 2009, on all counsel of record.

/s/ Shelbi Barnhouse
Shelbi Barnhouse